

April 14, 2014

VIA ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street SW
Washington, DC 20544

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Re: Joint Application of MexTel Corporation, LLC d/b/a LifeTel
and TerraCom, Inc. for Approval of Transfer of Assets
WC Docket No. 13-154

Dear Ms. Dortch:

MexTel Corporation, LLC d/b/a LifeTel ("LifeTel"), and TerraCom, Inc. ("TerraCom") (collectively, "the Applicants") through their undersigned counsel and pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. §214, and Sections 63.03 and 63.04 of the Commission's Rules, 47 CFR §§ 63.03 and 63.04, and as per the request of Wireline Competition Bureau Staff, hereby acknowledge that approval of their pending Application in Docket No. 13-154 does not preclude nor impact any enforcement action relating to the Transaction that is the subject of the Application. The Applicants received Special Temporary Authority ("STA") on June 18, 2013, which was extended on August 16, 2013, September 30, 2013, November 26, 2013, January 24, 2014, and March 24, 2014. The pending Application involves a transaction involving the transfer of a portion of LifeTel's assets, including customer base, to TerraCom (the "Transaction"). STA was sought because this Transaction occurred on December 8, 2011.¹

The Applicants regret not seeking timely Commission approval of the Transaction. The parties and outside counsel for the Transaction were apparently unaware of the obligation to request Commission approval of the transfer, presuming that approval of the Oklahoma Corporation Commission ("OCC"), which was timely obtained, was sufficient. The Applicants have established new protocols to ensure that such an oversight does not occur in the future. Ultimately, the Transaction has had a positive impact, in that the LifeTel customers maintained

¹ As the Parties have acknowledged, the Transfer of LifeTel's customer base was effectuated pursuant to the approval of the Oklahoma Corporation Commission ("OCC"). The OCC reviewed and approved the customer notices. Further, customers were provided with advance notice of this change in carrier, at least thirty (30) days in advance, and were also able to select a different carrier, other than the one that they were being transferred to, pursuant to the OCC's approval and without interruption of service.
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their service at the same rates, terms, and conditions. The LifeTel customers were given ample notice of the Transaction, and the option of selecting another carrier for their service other than TerraCom.

Concurrently with this Letter, a similar Letter in the associated Application for the Transfer of Assets from MexTel and UTPhone, Inc. (Docket No. 13-155) will be filed.

Thank you for your assistance in this matter. Please do not hesitate to contact the undersigned if you have any questions or concerns.

Respectfully submitted,



Ross A. Buntrock
Katherine E. Barker Marshall

Counsel to MexTel Corporation, LLC d/b/a
LifeTel and TerraCom, Inc.

Enclosures

cc: Dennis Johnson, WCB (via e-mail)
Jodie May, WCB (via e-mail)